

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI**

**In re:**

**WAREHOUSE 86, LLC**

**Debtor**

**CASE NO. 08-03423-EE  
Chapter 11**

**MOTION TO APPROVE FORM OF FINAL HEARING NOTICE AND  
ESTABLISH NOTICE PARTIES FOR FIRST DAY MOTIONS**

Warehouse 86, LLC, the Debtor and debtor-in-possession herein (the “Debtor” or the “Company”), by and through its undersigned attorneys, files this *Motion to Approve Form of Final Hearing Notice and Establish Notice Parties for First Day Motions* (the “Motion”), and in support thereof, states as follows:

**Introduction**

1. On November 4, 2008 (the “Petition Date”), Debtor filed its Voluntary Petition under Chapter 11 of the Title 11 United States Code (11 U.S.C. §§ 101 *et seq.*, the “Bankruptcy Code”). No creditors’ committee has yet been appointed in this case by the United States Trustee. The Debtor is continuing in possession of its property and is operating its business in the ordinary course as debtor-in-possession.

2. Debtor operates an on-line auction business from its offices in Flowood, Mississippi and Memphis, Tennessee, as well as from leased warehouse facilities in Ogden, Utah and Memphis, Tennessee. Pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code, Debtor is continuing to operate its business and manages its properties and assets as Debtor in possession.

### **Jurisdiction and Venue**

3. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b)(2)(A) and (M). Venue is proper in this Court under 28 U.S.C. §§ 1408 and 1409.

4. The relief requested herein is made pursuant to Rules 2002, 4001(b)(1)(A) and 9014 of Federal Rules of Bankruptcy Procedure.

5. The Debtor has filed numerous motions (the “First Day Motions”) that seek entry of interim orders granting the requested relief, preliminarily and on an interim basis until these motions can be heard on a final basis, after further notice and opportunity to object have been provided.

6. The Debtor requests the Court to approve the form of the “Notice of Hearing on First Day Motions” attached hereto as Exhibit “A” (the “Notice”), which identifies the First Day Motions, establishes the date of the final hearing thereon and the deadline for filing objections thereto and instructs parties receiving the Notice how to obtain copies of the First Day Motions.

7. The Debtor further requests that the Court deem service of the Notice in the manner set forth herein to be adequate if served on the following parties: (a) the Debtor; (b) the United States Trustee; (c) Stuart M. Irby; (d) the 20 largest unsecured creditors of the Debtor; (e) the United States Attorney; (f) all applicable federal and state taxing authorities; and (g) any other party directly affected by any First Day Motion, including utilities and insurance companies.

8. The Debtor submits that approval of the Notice and its service on the parties identified above is in the best interests of the Debtor’s estate.

WHEREFORE, the Debtor respectfully requests that the Court enter an Order granting it the following relief:

- A. Granting the Motion in its entirety;
- B. Approving the form of the Notice and its service upon the parties identified above; and
- C. Granting such other and more general relief as the Court deems just.

THIS the 4<sup>th</sup> day of November, 2008.

Respectfully submitted,

WAREHOUSE 86, LLC

By: *s/ Stephen W. Rosenblatt*

Stephen W. Rosenblatt (MS Bar No. 5676)

John A. Crawford, Jr, (MS Bar No. 10346)

Paul M. Ellis (MS Bar No. 102259)

ATTORNEYS FOR DEBTOR

OF COUNSEL:

BUTLER, SNOW, O'MARA, STEVENS & CANNADA, PLLC

17<sup>th</sup> Floor, Regions Plaza (39201)

Post Office Box 22567

Jackson, MS 39225-2567

Telephone: (601) 948-5711

Fax: (601) 985-4500

Email: [steve.rosenblatt@butlersnow.com](mailto:steve.rosenblatt@butlersnow.com)

[jack.crawford@butlersnow.com](mailto:jack.crawford@butlersnow.com)

[paul.ellis@butlersnow.com](mailto:paul.ellis@butlersnow.com)

CERTIFICATE OF SERVICE

I certify that the foregoing pleading was filed electronically through the Court's ECF system and served electronically on all parties enlisted to receive service electronically and was separately served by e-mail on the following:

Ronald H. McAlpin, Esq.  
Trial Attorney, Office of the U.S. Trustee  
A. H. McCoy Federal Building, Suite 706  
100 W. Capitol Street  
Jackson, MS 39269  
[Ronald.McAlpin@USDOJ.gov](mailto:Ronald.McAlpin@USDOJ.gov)

Office of the U.S. Trustee  
A.H. McCoy Federal Building, Suite 706  
100 W. Capitol Street  
Jackson, MS 39269  
[USTPRegion05.AB.ECF@usdoj.gov](mailto:USTPRegion05.AB.ECF@usdoj.gov)

Michael B. Chance, Esq.  
E. Franklin Childress, Jr. Esq.  
Baker, Donelson, Bearman, Caldwell & Berkowitz, PC  
6060 Poplar Avenue, Suite 440  
Memphis, Tennessee 38119  
[mchance@bakerdonelson.com](mailto:mchance@bakerdonelson.com)  
[fchildress@bakerdonelson.com](mailto:fchildress@bakerdonelson.com)  
ATTORNEYS FOR DIP LENDER

Richard A. Montague, Jr., Esq.  
Suzanna Baker, Esq.  
Wells Moore Simmons & Hubbard  
P.O. Box 1970  
Jackson, Mississippi 39215-1970  
[rmontague@wellsmoore.com](mailto:rmontague@wellsmoore.com)  
[sbaker@wellsmoore.com](mailto:sbaker@wellsmoore.com)  
ATTORNEY FOR IRBY

SO CERTIFIED, this the 4<sup>th</sup> day of November, 2008.

/s/ Stephen W. Rosenblatt

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI**

**In re:**

**WAREHOUSE 86, LLC**

**Debtor**

**CASE NO. 08-03423-EE**

**Chapter 11**

**NOTICE OF FINAL HEARING ON FIRST DAY MOTIONS**

**PLEASE TAKE NOTICE** that Warehouse 86, LLC, the Debtor and debtor-in-possession herein (the “Debtor” or the “Company”), filed for relief on November 4, 2008 under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE** that the Debtor has filed and the Court will consider granting final relief on the following motions and any interim orders entered thereon:

1. *Emergency Motion of Debtor for Expedited Hearings on certain “First Day Motions” and Applications;*
2. *Motion to Approve Form of Final Hearing Notice and Establish Notice Parties for First Day Motions;*
3. *Emergency Motion for a Preliminary and Final Order (I) Authorizing Post-Petition Financing on a Secured and Super Priority Basis Pursuant to 11 U.S.C. §§ 105, 361, 363, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 507(b), (II) Granting Other Related Relief and (III) Scheduling a Final Hearing Pursuant to Rule 4001;*
4. *Emergency Motion (1) Authorizing Interim Use of Cash Collateral; (2) Providing Adequate Protection under 11 U.S.C. § 361 and 363; and (3) Setting Date for Final Hearing on Use of Cash Collateral of Stuart M. Irby;*
5. *Motion for Authority to Pay Certain Pre-Petition Employee Obligations and Post-Petition Workers Compensation Premiums;*
6. *Emergency Motion for Authorization to Maintain Existing Bank Accounts and Cash Management System;*
7. *Motion for Authority to Pay Post-Petition Installments on Insurance Policies Necessary to Maintain Insurance Coverage;*
8. *Motion for Interim and Final Orders: (A) Prohibiting Utilities from Altering, Refusing or Discontinuing Services to, or Discriminating Against, the Debtor on Account of Pre-Petition Amounts Due; (B) Determining that the Utilities are Adequately Assured of Future Payment; (C) Establishing Procedures for Determining Requests for Additional Assurance; and (D) Permitting Utility Companies to Opt Out of the Procedures Established Herein;*

9. *Motion for Authority to Pay Collected Pre-Petition Sales and Use Taxes in the Ordinary Course*; and
  10. *Application of Debtor to Employ Butler, Snow, O'Mara, Stevens & Cannada, PLLC as its Attorneys and Disclosure of Compensation.*
- (collectively, the "First Day Motions").

Copies of the First Day Motions and the interim orders entered with respect thereto are on file and are available for review at the Office of the Clerk of Court of the United States Bankruptcy Court at the address set forth below. Copies of the First Day Motions may also be obtained via the Court's ECF filing system website or upon written or electronic mail request to undersigned counsel.

**PLEASE TAKE FURTHER NOTICE** that a final hearing on the First Day Motions will be held and begin on **November \_\_\_\_\_, 2008 at \_\_\_\_\_ o'clock .m.** before the Honorable Edward Ellington, United States Bankruptcy Court, Southern District of Mississippi – Jackson Division, United States Bankruptcy Courthouse, Room 107, 100 East Capital Street, Jackson, Mississippi 39201.

**PLEASE TAKE FURTHER NOTICE** that any interested party having an objection or response to final relief being granted with respect to any of the First Day Motions must file a written objection or response with the Clerk of Court, United States Bankruptcy Court, Southern District of Mississippi – Jackson Division on or before November \_\_\_\_, 2008.

THIS the \_\_\_\_ day of November, 2008.

Respectfully submitted,  
WAREHOUSE 86, LLC

By: *s/ Stephen W. Rosenblatt*

Stephen W. Rosenblatt (MS Bar No. 5676)

John A. Crawford, Jr. (MS Bar No. 10346)

Paul M. Ellis (MS Bar No. 102259)

ATTORNEYS FOR DEBTOR

OF COUNSEL:

BUTLER, SNOW, O'MARA, STEVENS & CANNADA, PLLC  
17<sup>th</sup> Floor, Regions Plaza (39201)  
Post Office Box 22567  
Jackson, MS 39225-2567  
Telephone: (601) 948-5711  
Fax: (601) 985-4500  
Email: [steve.rosenblatt@butlersnow.com](mailto:steve.rosenblatt@butlersnow.com)  
[jack.crawford@butlersnow.com](mailto:jack.crawford@butlersnow.com)  
[paul.ellis@butlersnow.com](mailto:paul.ellis@butlersnow.com)